FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

| OMB APPRO              | DVAL                                  |
|------------------------|---------------------------------------|
| OMB Number:            | 3235-0287                             |
| Estimated average burd | en                                    |
| hours per response:    | 0.5                                   |
|                        | OMB Number:<br>Estimated average burd |

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

|  | d Address of<br>LESKI JC  | M/   | 2. Issuer Name and Ticker or Trading Symbol  MARTIN MARIETTA MATERIALS INC  MLM  ] |          |  |   |  |      |  |        |  | k all app<br>Dired  | tionship of Reportin<br>all applicable)<br>Director<br>Officer (give title |                     | g Person(s) to Issuer  10% Owner  Other (specify |  |   |                          |  |  |
|--|---|--|--|----------|--|---|--|------|--|--------|--|---|--|---------------------|--|--|---|--------------------------|--|--|
| (Last) (First) (Middle) 2710 WYCLIFF ROAD              |   |  |  |          |  | 3. Date of Earliest Transaction (Month/Day/Year) 07/27/2018       |  |      |  |        |  |   |  |                     | belo   |  |   | below)                   |  |  |
| (Street) RALEIG (City)                                 |   |  | 27607<br>Zip)  |          | - 4. If                                | 4. If Amendment, Date of Original Filed (Month/Day/Year) 6. I Lin |  |      |  |        |  |   |  |                     |  | ividual or Joint/Group Filing (Check Applicable  Form filed by One Reporting Person  Form filed by More than One Reporting  Person |   |                          |  |  |
|  |   | Tabl                                       | e I - No   | on-Deriv | /ative                                 | Seci  | uritie   | s Ac | quirec   | d, Dis | sposed o   | f, or E   | Benefi   | cially              | Owne   | ed   |   |                          |  |  |
| 1. Title of Security (Instr. 3)  2. Trans Date (Month/ |   |  |  |          | Exec<br>ay/Year) if an                 |   | A. Deemed<br>execution Date,<br>any<br>Month/Day/Year) |      | Transaction Dis  |        | 4. Securities Acquired (A) o<br>Disposed Of (D) (Instr. 3, 4 a |   |  | and 5) Secu<br>Bene |  | icially<br>d Following   | 6. Ownership<br>Form: Direct<br>(D) or Indirect<br>(I) (Instr. 4) |                          | 7. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4)  |  |
|  |   |  |  |          |  |   |  | Code | v  | Amount | (A) o<br>(D)   | Price   | Transastian/a\   |                     | action(s)  |  |   | (11341.4)                |  |  |
| Common Stock 07/27/                                    |   |  |  |          |  | 2018  |  |      | P  |        | 2,400  | A   | \$20   | 8.055               |  | 4,750  | I   | )                        |  |  |
|  |   | Та   | ble II -   |          |  |   |  |      |  |        | osed of,<br>convertib  |   |  |                     | wned   |  |   |                          |  |  |
| 1. Title of<br>Derivative<br>Security<br>(Instr. 3)    | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction<br>Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year)                        |          | 4.<br>Transaction<br>Code (Instr<br>8) |   |  |      | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) |        |  | 7. Title and<br>Amount of<br>Securities<br>Underlying<br>Derivative<br>Security (Instr. 3<br>and 4) |  | Der<br>Sec<br>(Ins  | rice of<br>ivative<br>curity<br>ctr. 5)          |  | Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I) (Instr. 4) | m:<br>ect (D)<br>ndirect | 11. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |  |
|  |   |  |  |          | Code                                   | v   | (A) (D)  |      | Date<br>Exercis  | sable  | Expiration<br>Date   | Title   | Amour<br>or<br>Number<br>of<br>Shares                                      | er                  |  |  |   |                          |  |  |

**Explanation of Responses:** 

/s/ Roselyn R. Bar, attorney-in-07/30/2018 **fact** 

\*\* Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

- \* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).
- \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.